

## NOTICE OF ANNUAL GENERAL MEETING

### THE FERTILISER ASSOCIATION OF INDIA

(Company Limited by Guarantee)

Licensed Under Section 26 of the Indian Companies Act, 1913 corresponding to  
Section 8 of the Companies Act 2013:

Regd. Office: FAI House, 10, Shaheed Jit Singh Marg, New Delhi 110067, INDIA

CIN: U85300DL 1955NPL002999

Phone No. : 011-46005204, 011-26567144, Email: [secy@faidelhi.org](mailto:secy@faidelhi.org), website: [www.faidelhi.org](http://www.faidelhi.org)

Notice is hereby given that pursuant to the provisions of the Companies Act, 2013 and MCA circular dated 05.05.2020 read with other circulars dated 08.04.2020 and 13.04.2020 and considering the current situation of pandemic, the Company is intending to conduct the 65<sup>th</sup> Annual General Meeting (AGM) of the Members of The Fertiliser Association of India (FAI) on Monday, the 28<sup>th</sup> September, 2020 at 11.30 a.m through Video Conference(VC) in accordance with the provisions of aforesaid circulars to transact the following business:

#### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Association including the Balance Sheet as at the 31<sup>st</sup> March, 2020 and Income and Expenditure Account for the financial year ended on the 31<sup>st</sup> March, 2020 and the Report of the Board of Directors and Auditors thereon.

2. To re-appoint Directors of the Association:

In accordance with Section 152 and any other applicable provisions of Companies Act, 2013 and Article 83 of the Articles of Association of FAI, the following Directors retire by rotation and being eligible and qualified offer themselves for re-appointment in accordance with Article 85 of the Articles of Association of FAI:

- (i) Mr. Anil Kapoor (DIN: 00032299) representative of M/s Chambal Fertilisers and Chemicals Limited (CFCL) to represent the interests of nitrogenous and complex fertiliser manufacturers.
- (ii) Mr. Sameer Goel (DIN: 07298938) representative of M/s Coromandel International Limited to represent the interests of nitrogenous and complex fertiliser manufacturers.
- (iii) Mr. Rakesh Kapur (DIN: 00007230) representative of M/s Indian Farmers Fertiliser Cooperative Limited (IFFCO), to represent the interests of nitrogenous and complex fertiliser manufacturers.
- (iv) Mr. S.R.Ramakrishnan (DIN: 00120126) representative of M/s Southern Petrochemical Industries Corporation Ltd, (SPIC), to represent the interests of nitrogenous and complex fertiliser manufacturers.
- (v) Mr. K.S.Raju (DIN: 00008177) representative of M/s Nagarjuna Fertilizers and Chemicals Limited (NFCL), to represent the interests of nitrogenous and complex fertiliser manufacturers.
- (vi) Mr. S.C. Mehta (DIN: 00128204) representative of M/s Smartchem Technologies Limited (STL) to represent the interests of nitrogenous and complex fertiliser manufacturers.

- (vii) Mr. N. Suresh Krishnan (DIN:00021965) representative of M/s Paradeep Phosphates Limited (PPL) to represent the interests of nitrogenous and complex fertiliser manufacturers.

#### SPECIAL BUSINESS

3. Ratification of Appointment of Directors in Casual Vacancy and their appointment as Rotational Directors:

- (i) To consider and, if thought fit, to pass, with or without modification(s) the following Resolutions as an Ordinary Resolution:

a) **"RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161(4), and other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder, appointment of Mr. Alok Gaur, (DIN: 00112520) representing M/s Kanpur Fertiliser and Cements Limited (KFCL), who was appointed by the Board of Directors of FAI w.e.f. 19.06.2020 to fill the casual vacancy caused due to the resignation of Mr. A.K. Jain, and who holds office upto the date of this Annual General Meeting, be and is hereby approved."

b) **"RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder, Mr. Alok Gaur, (DIN: 00112520) representing M/s Kanpur Fertiliser and Cements Limited (KFCL), who holds office upto the date of this Annual General Meeting be and is hereby appointed as a Director of the company to represent the interests of nitrogenous and complex fertiliser manufacturers, whose period of office will be liable to determination by retirement by rotation."

- (ii) To consider and, if thought fit, to pass, with or without modification(s) the following Resolutions as an Ordinary Resolution:

a) **"RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161(4), and other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder, appointment of Mr. Arvind Agarwal (DIN: 00122921) representing M/s Gujarat State Fertilizers & Chemicals Limited (GSFC), who was appointed by the Board of Directors of FAI w.e.f. 19.06.2020 to fill the casual vacancy caused due to the resignation of Mr. S.P.Yadav, and who holds office upto the date of this Annual General Meeting, be and is hereby approved."

b) **"RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder, Mr. Arvind Agarwal (DIN: 00122921) representing M/s Gujarat State Fertilizers & Chemicals Limited (GSFC), who holds office upto the date of this Annual General Meeting be and is hereby appointed as a Director of the company to represent the interests of nitrogenous and complex fertiliser manufacturers, whose period of office will be

liable to determination by retirement by rotation.”

iii) To consider and, if thought fit, to pass, with or without modification(s) the following Resolutions as an Ordinary Resolution:

a) **“RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161(4), and other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder, appointment of Mr. S.C. Mudgerikar, (DIN:03498837) representing M/s Rashtriya Chemicals & Fertilizers Ltd. (RCF), who was appointed by the Board of Directors of FAI w.e.f. 02.12.2019 to fill the casual vacancy caused due to the resignation of Mr. Umesh V. Dhatrak, and who holds office upto the date of this Annual General Meeting, be and is hereby approved.”

b) **“RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder, Mr. S.C. Mudgerikar, (DIN:03498837) representing M/s Rashtriya Chemicals & Fertilizers Ltd. (RCF), who holds office upto the date of this Annual General Meeting be and is hereby appointed as a Director of the company to represent the interests of nitrogenous and complex fertiliser manufacturers, whose period of office will be liable to determination by retirement by rotation.”

iv) To consider and, if thought fit, to pass, with or without modification(s) the following Resolutions as an Ordinary Resolution:

a) **“RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161(4), and other applicable provisions, if any of the Companies Act, 2013 (Act) and the Rules framed thereunder, appointment of Mr. Virendra Nath Datt, (DIN: 07823778) representing M/s National Fertilizers Limited (NFL), who was appointed by the Board of Directors of FAI w.e.f. 19.06.2020 to fill the casual vacancy caused due to the resignation of Mr. Manoj Mishra, and who holds office upto the date of this Annual General Meeting, be and is hereby approved.”

b) **“RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 (Act) and the Rules framed thereunder, Mr. Virendra Nath Datt, (DIN: 07823778) representing M/s National Fertilizers Limited (NFL), who holds office upto the date of this Annual General Meeting be and is hereby appointed as a Director of the company to represent the interests of nitrogenous and complex fertiliser manufacturers, whose period of office will be liable to determination by retirement by rotation.”

v) To consider and, if thought fit, to pass, with or without modification(s) the following Resolutions as an Ordinary Resolution:

a) **“RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161(4), and other applicable provisions, if any of the Companies Act, 2013 (Act) and the Rules framed thereunder, appointment of Mr. Rajan Chowdhry, (DIN: 02199935) representing M/s Krishak Bharati Cooperative Ltd (KRIBHCO), who was appointed by the Board of Directors of FAI w.e.f. 19.06.2020 to fill the usual vacancy caused due to the resignation of Mr. N. Sambasiva Rao, and who holds office upto the date of this Annual General Meeting, be and is hereby approved.”

b) **“RESOLVED THAT** pursuant to the provisions of Section 149,

152 and other applicable provisions, if any of the Companies Act, 2013 (Act) and the Rules framed thereunder, Mr. Rajan Chowdhry, (DIN: 02199935) representing M/s Krishak Bharati Cooperative Ltd (KRIBHCO), who holds office upto the date of this Annual General Meeting be and is hereby appointed as a Director of the company to represent the interests of nitrogenous and complex fertiliser manufacturers, whose period of office will be liable to determination by retirement by rotation.”

vi) To consider and, if thought fit, to pass, with or without modification(s) the following Resolutions as an Ordinary Resolution:

a) **“RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161(4), and other applicable provisions, if any of the Companies Act, 2013 (Act) and the Rules framed thereunder, appointment of Mr. Ashim Kumar Ghosh, (DIN: 08222413) representing M/s Brahmaputra Valley Fertilizer Corporation Ltd. (BVFCL), who was appointed by the Board of Directors of FAI w.e.f. 02.12.2019 to fill the casual vacancy caused due to the vacation of Mr. Sanjai Maheshwari, and who holds office upto the date of this Annual General Meeting, be and is hereby approved.”

b) **“RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder, Mr. Ashim Kumar Ghosh, (DIN: 08222413) representing M/s Brahmaputra Valley Fertilizer Corporation Ltd. (BVFCL), who holds office upto the date of this Annual General Meeting be and is hereby appointed as a Director of the company to represent the interests of nitrogenous and complex fertiliser manufacturers, whose period of office will be liable to determination by retirement by rotation.”

## 4. Appointment of Directors against existing vacancies

i) To consider and, if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of Companies Act, 2013 read with rules made thereunder, Mr. K. Prabhakar Rao (DIN: 00898513) who was appointed as Additional Director by the Board of Directors w.e.f. 28.08.2020 and who holds upto the date of this AGM representing M/s Mangalore Chemicals & Fertilizers Limited (MCFL), and in respect of whom the Company has received notice under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director against the existing vacancy, be and is hereby appointed as a Director of the company to represent the interests of nitrogenous and complex fertiliser manufacturers, liable to determination by retirement by rotation.”

ii) To consider and, if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of Companies Act, 2013 read with rules made thereunder, Mr. Pankaj Joshi (DIN: 01532892), M/s Gujarat Narmada Valley Fertilizers & Chemicals Limited (GNFC), and in respect of whom the Company has received notice under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director against the existing vacancy, be and is hereby appointed as a Director of the company to represent the interests of nitrogenous and complex fertiliser manufacturers, liable to determination by retirement by rotation.”

## 5. Appointment of Director General (DG)

To consider and, if thought fit, to pass, with or without modification(s) the following Resolution as a Special Resolution:

**“RESOLVED THAT** in pursuant to the provisions of Section 196 of the Companies Act, 2013 and rules made thereunder, as amended from time to time, and in accordance with Schedule V of Companies Act, 2013 and all applicable provisions and guidelines for the managerial remuneration issued by the Central Government from time to time, the Company hereby accords its consent and approval to the extension of the tenure of Shri. Satish Chander, (DIN: 00276346) as Director General, designated as Managing Director under the Companies Act, 2013, for a period of one year effective from 11<sup>th</sup> June, 2020 on the existing terms and conditions as approved by the Board of Directors of FAI at its meeting held on 19<sup>th</sup> June, 2020 as given in the explanatory note in the notice convening this Annual General Meeting”.

6. a) Assessment of dues for the year 1<sup>st</sup> April, 2021 to 31<sup>st</sup> March, 2022 as follows:

Sl. No.	Member Category	Proposed dues
(i)	Associate Members	INR 20,000/-*
(ii)	Overseas Associate Members	US \$ 2000/-*
(iii)	Technical & Professional Associate Associate Members	INR 500/-*
*Plus applicable GST.		

b) To consider and adopt the budget of the Association for the year 1<sup>st</sup> April, 2021 to 31<sup>st</sup> March, 2022.

By the order of Board of Directors

New Delhi  
11<sup>th</sup> September, 2020

D. Ramakrishnan  
Secretary

## NOTES

1. The Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to Special Business listed in terms 4 to 6 of the Notice is annexed hereto and forms part of this Notice.

2. In view of the outbreak of COVID-19 pandemic, social distancing measures are a pre-requisite and in terms of Ministry of Corporate Affairs (“MCA”) Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 read with Circular 14/2020 dated 8<sup>th</sup> April, 2020, Circular 17/2020 dated 13<sup>th</sup> April, 2020 (“MCA Circulars”), physical presence of the Members at common venue of Annual General Meeting (AGM) is being conducted through Video Conference (“VC”). The deemed venue for the AGM shall be the Registered Office of the Company.

3. The Members are hereby informed that pursuant to the non-operational postal services in the Country and in compliance with the aforementioned circulars, the notices of virtual AGM shall be sent to all the Members through email who have registered the same with the Company. Please note that Members who do not register their email addresses shall not be able to receive notice of AGM and hence shall not be able to participate in the Meeting or vote. The Notice of AGM will also be available on the website of the Company at [www.faidelhi.org](http://www.faidelhi.org)

4. In order to enable the Company to comply with MCA circulars issued for holding AGM via VC and to participate in the green initiative in Corporate Governance the members who have not yet registered their e- mail ids with the Company may contact at Mob No 9871383782 or at email [secy@faidelhi.org](mailto:secy@faidelhi.org) or land line number 01146005204 for registering their e- mail ids. on or before 25<sup>th</sup> September 2020.

5. Since the ensuing AGM is being held pursuant to the MCA Circulars through VC which does not require physical attendance of Members at the AGM, the facility to appoint proxy by the Members will not be available for this AGM and therefore, Proxy Form and Attendance Slip are not annexed to this Notice.

6. Members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7. Corporate Members are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC on its behalf and to vote thereat by show of hands. The said Resolution/Authorization shall be sent by email to the Company at [secy@faidelhi.org](mailto:secy@faidelhi.org)

8. Members may send their questions if any, in advance mentioning their name demat account number/folio number, email id, mobile number at [secy@faidelhi.org](mailto:secy@faidelhi.org). The same will be replied by the company suitably.

9. Since the AGM will be held through VC/OAVM, the route map is not annexed with the Notice.

10. Voting at AGM

Every Active Member present in the Meeting shall have one vote by show of hands. The Company shall be providing the facility of voting through Show of Hands during the meeting as provided by the Articles of Association of FAI. The members shall raise their hand when the Chairman requests the members for vote on the particular business.

11. Associate Members, Overseas Associate Members, Technical and Professional Associate Members shall not be entitled to any voting rights but shall be entitled to receive notice of and to be present at the Meeting of the Association.

## PROCEDURE FOR JOINING THE AGM THROUGH VC i.e WEBEX

1. The Company is providing VC/OAVM facility to its Members for participating at the AGM.

a) Members will be able to attend the AGM through VC at the link <https://thefertiliser.webex.com/thefertiliser/j.php?MTID=me2f72d49f39317dfa1a62a688dbdd5cb>

Go to the email in which the link is received and click the link given in your email and join the Meeting by giving i) Your Name with Company's Name and ii) Email id

b) Facility to join the meeting shall be opened 30 minutes before the scheduled time of the AGM and shall be kept open throughout the proceedings of the AGM.

c) Members who need assistance before or during the AGM can contact Mr. Kuldeep Sati, at email id; [stat@faidelhi.org](mailto:stat@faidelhi.org). or call at 9818862585/Mr Ajay Kumar at his Mobile No. 9350006750/ Mr. Ajendra Bhargav at email: [it@faidelhi.org](mailto:it@faidelhi.org) or Call 7042400122

d) Members who would like to express their views or ask questions during the AGM may do so by sending their queries on e-mail id of company [secy@faidelhi.org](mailto:secy@faidelhi.org).

AGM Notice Agenda Item No.6(b)

**The Fertiliser Association of India**

**Budget for the year 1st April, 2021 to 31st March, 2022**

(Rupees in lakhs)		(Rupees in lakhs)	
<b>A</b>	<b>INCOME</b>	<b>B</b>	<b>EXPENDITURE</b>
	<b>ANNUAL FEES</b>	(a)	<b>Personnel</b>
	Active members	1.	Director General
	Associate members (National )	2.	Central Office
	Overseas Associate members	3.	Eastern Region
	Technical & Professional	4.	Southern Region
	Associate Members	5.	Western Region
	Website Receipts	6.	Northern Region
	<b>ENTRANCE FEE</b>	<b>TOTAL</b>	<b>741.88</b>
	Active Members		
	Associate Members		
	<b>MISCELLANEOUS INCOME</b>	<b>OTHER EXPENSES</b>	
	Income from Advertisement	<b>1. Administrative</b>	
1	Sale & Subscription to Journals & Books	i) Central	228.40
		ii) Regional	7.35
	a) Central	<b>2 Publications</b>	
	b) Regional	i) Central	33.80
2	Surplus of Training Courses (Excluding Overhead Costs)	ii) Regional	8.50
		3	Liability for DDA & MCD Taxes etc.
3	Interest on Deposit & Staff Advance		19.20
		<b>TOTAL</b>	<b>297.25</b>
4	Income from Annual Seminar		
5	Property Income	<b>GRANT TOTAL ( a +b )</b>	<b>1039.13</b>
6	Miscellouns Receipts	<b>INCOME - EXPENDITURE A - B</b>	<b>-168.07</b>
		<b>C. CAPITAL EXPENDITURE BUDGET</b>	
		i) Central	0.00
		ii) Regional	0.00
<b>TOTAL</b>	<b>871.06</b>		<b>0.00</b>



## EXPLANATORY STATEMENT

### 3. Ratification of Appointment of Directors in Casual Vacancy and their appointment as Rotational Directors:

Members are hereby apprised that pursuant to the provisions of section 161(4) of the Companies Act, 2013 if the office of any director appointed by the company in general meeting is vacated before his term of office expires in the normal course, the resulting casual vacancy may, in default of and subject to any regulations in the articles of the company, be filled by the Board of Directors at a meeting of the Board which shall be subsequently approved by members in the immediate next general meeting, provided that any person so appointed shall hold office only up to the date up to which the director in whose place he is appointed would have held office if it had not been vacated.

#### Notice Item No. 3(i)

a) Mr. Alok Gaur, (DIN: 00112520) representing M/s Kanpur Fertiliser and Cements Limited (KFCL), was appointed as a Director in casual vacancy by the Board of Directors at its meeting held on 19.06.2020 which shall be subsequently approved by the Members of the Association in the immediate next general meeting.

None of the Directors except Mr. Alok Gaur himself is concerned or interested in the resolution.

b) The Board of Directors of FAI in its meeting held 28<sup>th</sup> August, 2020 have recommended the appointment of Mr Alok Gaur (DIN: 00112520) as Director of the Association whose period of Office will be liable to determination by retirement by rotation subject to approval of Members.

None of the Directors except Mr. Alok Gaur himself is concerned or interested in the resolution

#### Notice Item No. 3(ii)

a) Mr. Arvind Agarwal (DIN: 00122921) representing M/s Gujarat State Fertilizers & Chemicals Limited (GSFC), was appointed as a Director in casual vacancy by the Board of Directors at its meeting held on 19.06.2020 which shall be subsequently approved by the Members of the Association in the immediate next general meeting.

None of the Directors except Mr. Arvind Agarwal himself is concerned or interested in the resolution.

b) The Board of Directors of FAI in its meeting held 28<sup>th</sup> August, 2020 have recommended the appointment of Mr. Arvind Agarwal (DIN: 00122921) as Director of the Association whose period of Office will be liable to determination by retirement by rotation subject to approval of Members.

None of the Directors except Mr. Arvind Agarwal himself is concerned or interested in the resolution

#### Notice Item No. 3(iii)

a) Mr. S.C. Mudgerikar, (DIN:03498837) representing M/s Rashtriya

Chemicals & Fertilizers Ltd. (RCF), was appointed as a Director in casual vacancy by the Board of Directors at its meeting held on 02.12.2019 which shall be subsequently approved by the Members of the Association in the immediate next general meeting.

None of the Directors except Mr. S.C. Mudgerikar himself is concerned or interested in the resolution.

b) The Board of Directors of FAI in its meeting held 28<sup>th</sup> August, 2020 have recommended the appointment of S.C. Mudgerikar, (DIN:03498837) as Director of the Association whose period of Office will be liable to determination by retirement by rotation subject to approval of Members.

None of the Directors except Mr. S.C. Mudgerikar himself is concerned or interested in the resolution.

#### Notice Item No. 3(iv)

a) Mr. Virendra Nath Datt, (DIN: 07823778) representing M/s National Fertilizers Limited (NFL), was appointed as a Director in casual vacancy by the Board of Directors at its meeting held on 19.06.2020 which shall be subsequently approved by the Members of the Association in the immediate next general meeting.

None of the Directors except Mr. Virendra Nath Datt himself is concerned or interested in the resolution.

b) The Board of Directors of FAI in its meeting held 28<sup>th</sup> August, 2020 have recommended the appointment of Mr. Virendra Nath Datt, (DIN: 07823778) as Director of the Association whose period of Office will be liable to determination by retirement by rotation subject to approval of Members.

None of the Directors except Mr. Virendra Nath Datt himself is concerned or interested in the resolution.

#### Notice Item No. 3(v)

a) Mr. Rajan Chowdhry, (DIN: 02199935) representing M/s Krishak Bharati Cooperative Ltd (KRIBHCO), was appointed as a Director in casual vacancy by the Board of Directors at its meeting held on 19.06.2020 which shall be subsequently approved by the Members of the Association in the immediate next general meeting.

None of the Directors except Mr. Rajan Chowdhry himself is concerned or interested in the resolution.

b) The Board of Directors of FAI in its meeting held 28<sup>th</sup> August, 2020 have recommended the appointment of Mr. Rajan Chowdhry, (DIN: 02199935) as Director of the Association whose period of Office will be liable to determination by retirement by rotation subject to approval of Members.

None of the Directors except Mr. Rajan Chowdhry himself is concerned or interested in the resolution.

### Notice Item No. 3(vi)

a) Mr. Ashim Kumar Ghosh, (DIN: 08222413) representing M/s Brahmaputra Valley Fertilizer Corporation Ltd. (BVFCL), was appointed as a Director in casual vacancy by the Board of Directors at its meeting held on 02.12.1969 which shall be subsequently approved by the members of the Association in the immediate next general meeting.

None of the Directors except Mr. Ashim Kumar Ghosh himself is concerned or interested in the resolution.

b) The Board of Directors of FAI in its meeting held 28<sup>th</sup> August, 2020 have recommended the appointment of Mr. Ashim Kumar Ghosh, (DIN: 08222413) as Director of the Association whose period of Office will be liable to determination by retirement by rotation subject to approval of Members.

None of the Directors except Mr. Ashim Kumar Ghosh himself is concerned or interested in the resolution.

The Board commends the Resolutions set out from Item no. 3(i) to 3(vi) of the Notice for approval by the Members.

### Notice Item No. 4

i) M/s Mangalore Chemicals & Fertilizers Limited (MCFL) an Active Member of FAI, has proposed the candidature of Mr. K. Prabhakar Rao (DIN: 00898513) as a Director on the Board of FAI against the existing vacancy as per the requirements under Section 160 of the Companies Act, 2013.

None of the Directors except Mr. K. Prabhakar Rao himself is concerned or interested in the resolution.

ii) M/s Gujarat Narmada Valley Fertilizers & Chemicals Limited (GNFC) an Active Member of FAI, has proposed the candidature of Mr. Pankaj Joshi (DIN: 01532892) as a Director on the Board of FAI against the existing vacancy as per the requirements under Section 160 of the Companies Act, 2013.

None of the Directors except Mr. Pankaj Joshi himself is concerned or interested in the resolution.

**Notice Item No.5** Extension of the tenure of Director General (DG)

The tenure of Shri. Satish Chander (DIN: 00276346), Director General of the Association ended on 10<sup>th</sup> June, 2020. The Board of Directors in its meeting held on 19<sup>th</sup> June, 2020 unanimously decided to extend the tenure of Shri. Satish Chander, as DG, FAI, for further period of one year on the recommendations of Search Committee constituted by the Board on 12<sup>th</sup> May, 2017. Shri Satish Chander is discharging his duties quite effectively with great dynamism. There have been good results in the past. The Search Committee recommended the extension of the tenure of Shri Satish Chander in view of the dynamic situation and the significant changes that are likely to happen and also prevailing overall challenging times and it is not right to disturb DG's position and continue his position for one more year. The extension of the tenure of Shri. Satish Chander is on the existing terms and conditions.

He is designated as Managing Director "MD" as per provisions of section 196 read with relevant rules under the Companies Act, 2013. Further, in terms of Provision to Sub-section 3 of 196 of the Companies Act 2013 a special resolution in this Annual General meeting of the company is required.

None of the Directors except Shri. Satish Chander is interested in the resolution.

The Board commends the Resolution set out at Item no. 5 of the Notice for approval by the Members.

### Notice Item No.6

(a) The assessment dues for Associate, Overseas Associate and Technical and Professional Associate Members have to be determined by the Board and approved at the AGM under Article 19 of the Articles of Association of FAI. The proposed rates of membership subscription for the year 2021-22 have been approved by the Board on 28<sup>th</sup> August, 2020 and the same are given in the AGM Notice.

(b) The Budget for the year 2021-22 is placed before the General Body for ratification after approval of the Board of Directors in accordance with clause 18 of the Articles of Association. The proposed Budget has been approved by the Board in its meeting held on the 28<sup>th</sup> August, 2020.

The Board commends the Resolutions set out at Item no. 6 of the Notice for approval by the Members.